

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
W. R. GRACE & CO., et al., <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b> February 23, 2010, at
	)	4:00 p.m. (prevailing eastern time)

**SUMMARY APPLICATION OF KIRKLAND & ELLIS LLP FOR COMPENSATION  
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY  
COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM  
PERIOD FROM DECEMBER 1, 2009, THROUGH DECEMBER 31, 2009**

Name of Applicant:	<u><b>Kirkland &amp; Ellis LLP ("K&amp;E")</b></u>
Authorized to Provide Professional Services to:	<u><b>W. R. Grace &amp; Co., et al., Debtors and Debtors-in-Possession</b></u>
Date of Retention:	<u><b>Retention Order entered May 3, 2001, effective as of April 2, 2001</b></u>
Period for which compensation and reimbursement is sought:	<u><b>December 1, 2009, through December 31, 2009</b></u>
Amount of Compensation sought as actual, reasonable and necessary:	<u><b>\$800,220.50</b></u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u><b>\$132,479.68</b></u>
This is a <u><b>X</b></u> monthly ___ interim ___ final application.	

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for the preparation of this application is approximately **35 hours**, and the corresponding estimated compensation *that will be requested in a future application* is approximately **\$10,000.00**.

This is K&E's monthly application for interim compensation of services for the interim fee period December 1, 2009 through December 31, 2009.

The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
May 29, 2001	4/2 – 4/30/01	\$626,079.00	\$32,439.84	Interim approval <sup>2</sup>	Interim approval
June 29, 2001	5/1 – 5/31/01	\$567,151.00	\$77,487.86	Interim approval	Interim approval
July 31, 2001	6/1 – 6/30/01	\$560,569.50	\$45,466.13	Interim approval	Interim approval
July 31, 2001	April – June, 2001	\$1,753,799.50	\$155,393.83	\$1,753,799.50	\$155,393.83
August 28, 2001	7/1 – 7/31/01	\$476,582.50	\$25,312.13	Interim approval <sup>2</sup>	Interim approval
September 28, 2001	8/1 – 8/31/01	\$472,334.50	\$29,022.59	Interim approval	Interim approval
October 30, 2001	9/1 – 9/30/01	\$443,617.50	\$27,147.47	Interim approval	Interim approval
November 7, 2001	July – September, 2001	\$1,392,534.50	\$81,482.19	\$1,392,534.50	\$81,482.19
December 11, 2001	10/1 – 10/31/01	\$493,074.00	\$27,724.54	Interim approval <sup>2</sup>	Interim approval
December 29, 2001	11/1 – 11/30/01	\$524,980.00	\$29,678.21	Interim approval	Interim approval
January 31, 2002	12/1 – 12/31/01	\$405,278.50	\$27,276.95	Interim approval	Interim approval
February 7, 2002	October – December, 2001	\$1,423,332.50	\$84,679.70	\$1,419,127.00	\$84,679.70
March 4, 2002	1/1 – 1/31/02	\$439,056.00	\$32,279.54	Interim approval <sup>3</sup>	Interim approval
March 27, 2002	2/1 – 2/28/02	\$412,304.00	\$18,475.64	Interim approval	Interim approval
May 2, 2002	3/1 – 3/31/02	\$430,342.50	\$51,759.20	Interim approval	Interim approval
June 10, 2002	January – March, 2002	\$1,281,702.50	\$102,514.38	\$1,281,702.50	\$101,656.38
June 10, 2002	4/1 – 4/30/02	\$410,702.50	\$25,286.05	Interim approval <sup>4</sup>	Interim approval
July 2, 2002	5/1 – 5/31/02	\$335,280.50	\$25,556.83	Interim approval	Interim approval
August 8, 2002	6/1 – 6/30/02	\$243,127.00	\$16,326.36	Interim approval	Interim approval
September 3, 2002	April – June, 2002	\$989,110.00	\$67,169.24	\$981,666.50	\$67,169.24
September 11, 2002	7/1 – 7/31/02	\$335,129.00	\$28,504.48	Interim approval <sup>5</sup>	Interim approval
October 2, 2002	8/1 – 8/31/02	\$344,619.00	\$86,047.20	Interim approval	Interim approval
October 30, 2002	9/1 – 9/30-02	\$238,876.50	\$20,882.49	Interim approval	Interim approval
November 27, 2002	July – September, 2002	\$918,624.50	\$135,434.17	\$918,624.50	\$134,478.90

<sup>2</sup> The fees and expenses requested in the April-June, 2001, July-September, 2001 and October-December, 2001, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002.

<sup>3</sup> The fees and expenses requested in the January-March, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 9, 2002.

<sup>4</sup> The fees and expenses requested in the April-June, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on November 29, 2002.

<sup>5</sup> The fees and expenses requested in the July-September, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 14, 2003.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
December 6, 2002	10/1 – 10/31/02	\$207,778.00	\$7,769.74	Interim approval <sup>6</sup>	Interim approval
January 13, 2003	11/1 – 11/30/02	\$122,419.00	\$4,732.30	Interim approval	Interim approval
January 30, 2003	12/1 – 12/31/02	\$129,243.50	\$6,093.80	Interim approval	Interim approval
March 4, 2003	October – December, 2002	\$459,440.50	\$18,595.84	\$459,440.50	\$18,467.74
March 4, 2003	1/1 – 1/31/03	\$162,033.00	\$6,383.16	Interim approval <sup>7</sup>	Interim approval
April 2, 2003	2/1 – 2/28/03	\$215,511.50	\$3,784.70	Interim approval	Interim approval
April 29, 2003	3/1 – 3/31/03	\$146,603.00	\$6,713.84	Interim approval	Interim approval
May 15, 2003	January – March, 2003	\$524,147.50	\$16,881.70	\$524,045.50	\$16,881.70
June 3, 2003	4/1 – 4/30/03	\$135,130.00	\$2,786.42	Interim approval <sup>8</sup>	Interim approval
July 11, 2003	5/1 – 5/31/03	\$109,408.00	\$6,546.04	Interim approval	Interim approval
July 31, 2003	6/1 – 6/30/03	\$115,099.00	\$1,925.86	Interim approval	Interim approval
August 27, 2003	April – June, 2003	\$359,637.00	\$11,258.32	\$357,346.00	\$11,183.48
September 5, 2003	7/1 – 7/31/03	\$197,495.50	\$9,235.33	Interim approval <sup>9</sup>	Interim approval
October 1, 2003	8/1 – 8/31/03	\$178,910.50	\$7,009.66	Interim approval	Interim approval
November 6, 2003	9/1 – 9/30/03	\$157,200.00	\$3,817.57	Interim approval	Interim approval
November 18, 2003	July – September, 2003	\$533,606.00	\$20,062.56	\$533,606.00	\$20,062.56
November 26, 2003	10/1 – 10/31/03	\$251,093.50	\$7,115.96	Interim approval <sup>10</sup>	Interim approval
December 29, 2003	11/1 – 11/30/03	\$187,914.00	\$4,969.88	Interim approval	Interim approval
February 2, 2004	12/1 – 12/31/03	\$317,880.00	\$8,631.60	Interim approval	Interim approval
February 25, 2004	October – December, 2003	\$756,887.50	\$20,717.44	\$756,838.00	\$20,717.44
March 5, 2004	1/1 – 1/31/04	\$524,446.00	\$32,428.07	Interim approval <sup>11</sup>	Interim approval
April 2, 2004	2/1 – 2/29/04	\$274,589.50	\$10,852.51	Interim approval	Interim approval
May 3, 2004	3/1 – 3/31/04	\$337,945.00	\$13,159.10	Interim approval	Interim approval
May 17, 2004	January – March, 2004	\$1,136,980.50	\$56,439.68	\$1,134,755.00	\$56,439.68
June 1, 2004	4/1 – 4/30/04	\$280,547.50	\$10,895.93	Interim approval <sup>12</sup>	Interim approval
July 1, 2004	5/1 – 5/31/04	\$213,906.00	\$9,502.49	Interim approval	Interim approval
September 2, 2004	6/1 – 6/30/04	\$430,246.50	\$15,235.72	Interim approval	Interim approval
October 6, 2004	April – June, 2004	\$924,700.00	\$35,634.14	\$918,960.50	\$35,557.55
September 17, 2004	7/1 – 7/31/04	\$599,563.50	\$27,869.76	Interim approval <sup>13</sup>	Interim approval

<sup>6</sup> The fees and expenses requested in the October-December, 2002, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 28, 2003.

<sup>7</sup> The fees and expenses requested in the January-March, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 22, 2003.

<sup>8</sup> The fees and expenses requested in the April-June, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 15, 2003.

<sup>9</sup> The fees and expenses requested in the July-September, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on April 26, 2004.

<sup>10</sup> The fees and expenses requested in the October-December, 2003, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 16, 2004.

<sup>11</sup> The fees and expenses requested in the January-March, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 27, 2004.

<sup>12</sup> The fees and expenses requested in the April-June, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on January 25, 2005.

<sup>13</sup> The fees and expenses requested in the July-September, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 22, 2005.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
October 7, 2004	8/1 – 8/31/04	\$793,285.00	\$45,729.42	Interim approval	Interim approval
November 3, 2004	9/1 – 9/30/04	\$913,771.00	\$32,811.19	Interim approval	Interim approval
November 17, 2004	July – September, 2004	\$2,306,619.50	\$106,410.37	\$2,298,879.00	\$105,176.56
December 7, 2004	10/1 – 10/31/04	\$842,268.50	\$38,703.13	Interim approval <sup>14</sup>	Interim approval
January 7, 2004	11/1 – 11/30/04	\$581,027.00	\$35,469.12	Interim approval	Interim approval
February 1, 2005	12/1 – 12/31/04	\$863,104.50	\$38,461.17	Interim approval	Interim approval
February 14, 2005	October – December, 2004	\$2,286,400.00	\$112,633.42	\$2,279,008.50	\$110,200.64
March 18, 2005	1/1 – 1/31/05	\$1,214,802.50	\$65,721.17	Interim approval <sup>15</sup>	Interim approval
April 15, 2005	2/1 – 2/28/05	\$717,562.00	\$46,304.21	Interim approval	Interim approval
May 19, 2005	3/1 – 3/31/05	\$916,504.00	\$50,822.73	Interim approval	Interim approval
June 15, 2005	January – March, 2005	\$2,848,868.50	\$162,848.11	\$2,833,566.00	\$162,482.21
June 7, 2005	4/1 – 4/30/05	\$862,337.00	\$32,392.41	Interim approval <sup>16</sup>	Interim approval
June 29, 2005	5/1 – 5/31/05	\$852,424.50	\$52,685.55	Interim approval	Interim approval
August 5, 2005	6/1 – 6/30/05	\$1,181,036.00	\$58,504.79	Interim approval	Interim approval
August 8, 2005	April – June, 2005	\$2,895,797.50	\$143,582.75	\$2,894,660.00	\$143,530.87
September 9, 2005	7/1 – 7/31/05	\$1,740,148.50	\$155,036.60	Interim approval <sup>17</sup>	Interim approval
September 28, 2005	8/1 – 8/31/05	\$1,451,595.50	\$95,151.93	Interim approval	Interim approval
October 28, 2005	9/1 – 9/30/05	\$1,471,412.50	\$128,814.69	Interim approval	Interim approval
October 28, 2005	July – September, 2005	\$4,663,156.50	\$379,003.22	\$4,655,239.50	\$378,588.48
November 28, 2005	10/1 – 10/31/05	\$1,602,349.50	\$111,318.89	Interim approval <sup>18</sup>	Interim approval
December 28, 2005	11/1 – 11/30/05	\$1,743,406.00	\$182,798.39	Interim approval	Interim approval
January 25, 2006	12/1 – 12/31/05	\$1,638,659.50	\$161,888.24	Interim approval	Interim approval
February 14, 2006	October – December, 2005	\$4,984,415.00	\$456,005.52	\$4,978,349.00	\$453,367.08
February 28, 2006	1/1 – 1/31/06	\$1,667,688.00	\$176,100.89	Interim approval <sup>19</sup>	Interim approval
March 28, 2006	2/1 – 2/28/06	\$1,669,067.50	\$395,113.02	Interim approval	Interim approval
April 28, 2006	3/1 – 3/31/06	\$1,615,330.00	\$685,462.58	Interim approval	Interim approval
May 15, 2006	January – March, 2006	\$4,952,085.50	\$1,256,676.49	\$4,942,401.50	\$1,256,429.49
May 30, 2006	4/1 – 4/30/06	\$1,628,876.50	\$814,117.99	Interim approval <sup>20</sup>	Interim approval
June 28, 2006	5/1 – 5/31/06	\$1,800,762.00	\$311,657.73	Interim approval	Interim approval
July 28, 2006	6/1 – 6/30/06	\$1,666,537.00	\$207,374.07	Interim approval	Interim approval
August 14, 2006	April – June, 2006	\$5,096,175.75	\$1,333,149.79	\$5,096,175.50	\$1,331,919.73

<sup>14</sup> The fees and expenses requested in the October-December, 2004, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 29, 2005.

<sup>15</sup> The fees and expenses requested in the January-March, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 26, 2005.

<sup>16</sup> The fees and expenses requested in the April-June, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 19, 2005.

<sup>17</sup> The fees and expenses requested in the July-September, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 24, 2006.

<sup>18</sup> The fees and expenses requested in the October-December, 2005, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 16, 2006.

<sup>19</sup> The fees and expenses requested in the January-March, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 25, 2006.

<sup>20</sup> The fees and expenses requested in the April-June, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 18, 2006.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
August 28, 2006	7/1 – 7/31/06	\$2,026,266.00	\$155,509.57	Interim approval <sup>21</sup>	Interim approval
September 28, 2006	8/1 – 8/31/06	\$2,458,300.00	\$377,534.56	Interim approval	Interim approval
October 30, 2006	9/1 – 9/30/06	\$1,508,315.00	\$454,899.58	Interim approval	Interim approval
November 14, 2006	July – September, 2006	\$5,992,881.00	\$987,943.71	\$5,984,268.75	\$986,255.71
November 28, 2006	10/1 – 10/31/06	\$1,732,139.00	\$698,068.49	Interim approval <sup>22</sup>	Interim approval
December 28, 2006	11/1 – 11/30/06	\$1,846,984.50	\$860,948.29	Interim approval	Interim approval
January 29, 2007	12/1 – 12/31/06	\$1,577,574.50	\$1,171,910.97	Interim approval	Interim approval
February 14, 2007	October – December, 2006	\$5,156,698.00	\$2,730,927.75	\$5,155,238.00	\$2,730,927.75
February 28, 2007	1/1 – 1/31/07	\$1,653,083.50	\$505,470.24	Interim approval <sup>23</sup>	Interim approval
March 28, 2007	2/1 – 2/28/07	\$1,855,844.00	\$793,394.48	Interim approval	Interim approval
April 30, 2007	3/1 – 3/31/07	\$2,043,431.50	\$614,588.91	Interim approval	Interim approval
May 15, 2007	January – March, 2007	\$5,552,359.00	\$1,913,453.63	\$5,547,606.50	\$1,913,453.63
May 29, 2007	4/1 – 4/30/07	\$1,617,793.00	\$1,471,980.14	Interim approval <sup>24</sup>	Interim approval
June 28, 2007	5/1 – 5/31/07	\$1,886,409.50	\$1,580,009.04	Interim approval	Interim approval
July 30, 2007	6/1 – 6/30/07	\$2,301,815.00	\$2,237,072.31	Interim approval	Interim approval
August 14, 2007	April – June, 2007	\$5,806,017.50	\$5,289,061.49	\$5,801,255.00	\$5,289,061.49
August 28, 2007	7/1 – 7/31/07	\$2,031,978.00	\$3,054,735.85	Interim approval <sup>25</sup>	Interim approval
September 28, 2007	8/1 – 8/31/07	\$2,141,450.50	\$1,524,583.81	Interim approval	Interim approval
October 29, 2007	9/1 – 9/30/07	\$1,851,837.50	\$2,068,988.69	Interim approval	Interim approval
November 14, 2007	July – September, 2007	\$6,025,266.00	\$6,648,308.35	\$6,009,675.50	\$6,648,308.35
November 28, 2007	10/1 – 10/31/07	\$2,819,249.00	\$1,902,419.07	Interim approval <sup>26</sup>	Interim approval
December 28, 2007	11/1 – 11/30/07	\$2,218,978.50	\$1,307,904.30	Interim approval	Interim approval
January 28, 2008	12/1 – 12/31/07	\$2,145,512.00	\$861,447.64	Interim approval	Interim approval
February 14, 2008	October – December, 2007	\$7,183,739.50	\$4,071,771.01	\$7,179,358.50	\$4,071,035.37
February 28, 2008	1/1 – 1/31/08	\$2,982,614.00	\$1,437,331.45	Interim approval <sup>27</sup>	Interim approval
March 28, 2008	2/1 – 2/29/08	\$1,556,573.00	\$1,323,655.09	Interim approval	Interim approval
April 28, 2008	3/1 – 3/31/08	\$2,723,985.00	\$1,981,870.63	Interim approval	Interim approval
May 15, 2008	January – March, 2008	\$7,263,172.00	\$4,742,857.17	\$7,258,924.50	\$4,740,246.26
May 28, 2008	4/1 – 4/30/08	\$1,926,854.00	\$776,768.04	Interim approval <sup>28</sup>	Interim approval

<sup>21</sup> The fees and expenses requested in the July-September, 2006, interim monthly Applications were approved on an interim basis pursuant to the amended order entered by this Court on May 3, 2007.

<sup>22</sup> The fees and expenses requested in the October-December, 2006, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 20, 2007.

<sup>23</sup> The fees and expenses requested in the January-March, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 25, 2007.

<sup>24</sup> The fees and expenses requested in the April-June, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 13, 2007.

<sup>25</sup> The fees and expenses requested in the July-September, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on March 12, 2008.

<sup>26</sup> The fees and expenses requested in the October-December, 2007, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on June 23, 2008.

<sup>27</sup> The fees and expenses requested in the January-March, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on October 1, 2008.

<sup>28</sup> The fees and expenses requested in the April-June, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 17, 2008.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
June 30, 2008	5/1 – 5/31/08	\$1,903,907.50	\$912,081.39	Interim approval	Interim approval
July 28, 2008	6/1 – 6/30/08	\$2,007,344.00	\$1,048,779.70	Interim approval	Interim approval
August 14, 2008	April – June, 2008	\$5,838,105.50	\$2,737,629.13	\$5,837,573.00	\$2,735,591.33
August 28, 2008	7/1 – 7/31/08	\$2,028,629.50	\$282,406.92	Interim approval <sup>29</sup>	Interim approval
September 29, 2008	8/1 – 8/31/08	\$2,383,467.50	\$150,525.88	Interim approval	Interim approval
October 28, 2008	9/1 – 9/30/08	\$2,336,428.00	\$203,984.33	Interim approval	Interim approval
November 14, 2008	July – September, 2008	\$6,748,525.00	\$636,917.13	\$6,746,495.50	\$633,229.34
December 1, 2008	10/1 – 10/31/08	\$2,671,560.00	\$372,472.73	Interim approval <sup>30</sup>	Interim approval
December 29, 2008	11/1/08 – 11/30/08	\$2,574,249.50	\$445,054.32	Interim approval	Interim approval
January 29, 2009	12/1/08 – 12/31/08	\$2,495,551.00	\$472,978.64	Interim approval	Interim approval
February 16, 2009	October - December 2008	\$7,741,360.50	\$1,290,505.69	\$7,724,905.50	\$1,289,347.54
March 12, 2009	1/1/09 - 1/31/09	\$3,260,332.50	\$609,498.37	Interim approval	Interim approval
April 2, 2009	2/1/09 - 2/28/09	\$4,249,447.50	\$1,252,380.41	Interim approval	Interim approval
May 6, 2009	3/1/09 - 3/31/09	\$3,595,406.50	\$1,103,383.42	Interim approval	Interim approval
May 15, 2009	January - March 2009	\$11,105,186.50	\$2,965,262.20	\$10,198,760.20 <sup>31</sup>	\$2,964,767.50
June 16, 2009	4/1/09 - 4/30/09	\$3,548,749.50	\$1,007,427.71	Interim approval	Interim approval
July 10, 2009	5/1/09 - 5/31/09	\$1,770,780.50	\$837,016.14	Interim approval	Interim approval
August 13, 2009	6/1/09 - 6/30/09	\$1,674,270.50	\$472,533.36	Interim approval	Interim approval
August 28, 2009	April - June 2009	\$6,993,800.50	\$2,316,977.21	\$6,594,833.00 <sup>32</sup>	\$2,315,190.63
September 14, 2009	7/1/09 - 7/31/09	\$1,750,805.00	\$342,565.22	\$1,400,644.00	\$342,565.22
October 9, 2009	8/1/09 - 8/31/09	\$2,348,663.50	\$252,684.42	\$1,878,930.80	\$252,684.42
November 16, 2009	9/1/09 - 9/30/09	\$2,309,415.15	\$571,296.46	\$1,847,532.12	\$571,296.46
December 9, 2009	July - September 2009	\$6,408,883.65	\$1,166,546.10	Pending	Pending
December 10, 2009	10/1/09 - 10/31/09	\$1,552,059.00	\$728,470.61	\$1,241,647.20	\$728,470.61
December 30, 2009	11/1/09 - 11/30/09	\$1,035,613.50	\$105,842.85	\$828,490.80	\$105,842.85

The K&E attorneys who rendered professional services in these cases during the Fee

Period are:

Name of Professional Person	Position with the Applicant and Year Admitted		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Kristina Alexander	Associate	Pending	Restructuring	\$365.00	121.00	\$44,165.00
David M. Bernick, P.C.	Partner	1978	Litigation	\$955.00	36.30	\$34,666.50
Heather Bloom	Associate	2008	Litigation	\$375.00	21.10	\$7,912.50
Deanna D. Boll	Partner	1998	Restructuring	\$675.00	181.70	\$122,647.50
Justin S. Brooks	Associate	2009	Litigation	\$415.00	181.20	\$75,198.00

<sup>29</sup> The fees and expenses requested in the July-September, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on April 1, 2009.

<sup>30</sup> The fees and expenses requested in the October-December, 2008, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on July 7, 2009.

<sup>31</sup> The fees and expenses requested in the January-March, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on September 28, 2009.

<sup>32</sup> The fees and expenses requested in the April-June, 2009, interim monthly Applications were approved on an interim basis pursuant to the order entered by this Court on December 11, 2009.

Name of Professional Person	Position with the Applicant and Year Admitted		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Holly Bull	Of Counsel	1997	Restructuring	\$530.00	35.70	\$18,921.00
Stephen H. Butler	Associate	2009	Taxation	\$335.00	5.80	\$1,943.00
Jeanne T. Cohn-Connor	Partner	1985	Environmental	\$665.00	0.30	\$199.50
Thad Davis	Associate	2005	Taxation	\$550.00	4.70	\$2,585.00
John Donley	Partner	1985	Litigation	\$775.00	0.20	\$155.00
Lisa G. Esayian	Partner	1991	Litigation	\$735.00	105.50	\$77,542.50
Theodore L. Freedman	Partner	1973	Restructuring	\$915.00	168.10	\$153,811.50
Scott J. Gordon	Partner	1994	Corporate	\$800.00	1.00	\$800.00
Christopher T. Greco	Associate	2007	Restructuring	\$470.00	28.50	\$13,395.00
Ashley S. Gregory	Partner	2000	Corporate	\$800.00	9.50	\$7,600.00
Barbara M. Harding	Partner	1988	Litigation	\$635.00	3.60	\$2,286.00
Nate Kritzer	Associate	2009	Litigation	\$355.00	174.80	\$62,054.00
Christopher Landau, P.C.	Partner	1990	Litigation	\$875.00	4.00	\$3,500.00
Elli Leibenstein	Partner	1992	Litigation	\$685.00	30.50	\$20,892.50
Eric F. Leon	Partner	1994	Litigation	\$715.00	1.00	\$715.00
Todd F. Maynes, P.C.	Partner	1988	Taxation	\$955.00	1.50	\$1,432.50
Christian O. Nagler	Partner	1997	Corporate	\$725.00	1.80	\$1,305.00
Gregory L. Skidmore	Associate	2006	Litigation	\$510.00	1.80	\$918.00
Douglas G. Smith	Partner	1996	Litigation	\$665.00	1.00	\$665.00
Brian T. Stansbury	Partner	2002	Litigation	\$550.00	14.10	\$7,755.00
Paul D. Tanaka	Associate	2000	Environmental	\$560.00	3.90	\$2,184.00
<b>Totals for Attorneys</b>					<b>1,138.60</b>	<b>\$665,249.00</b>

The paraprofessionals of K&E who rendered professional services in these cases during the Fee Period are:

Name of Paraprofessional Person	Position with the Applicant and Number of Years as a Paraprofessional		Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Deborah L. Bibbs	Legal Assistant	2 Years	Restructuring	\$205.00	44.50	\$9,122.50
Derek J. Bremer	Trial Technology Consultant	5 Years	Litigation	\$240.00	13.60	\$3,264.00
Beth Friedman	Legal Assistant	25 Years	Restructuring	\$275.00	0.80	\$220.00
Maria D. Gaytan	Case Assistant	6 Years	Litigation	\$145.00	183.80	\$26,651.00
Jacob Goldfinger	Legal Assistant	7 Years	Restructuring	\$235.00	5.10	\$1,198.50
Meghan M. Haynes	Legal Assistant	3 Years	Restructuring	\$205.00	90.60	\$18,573.00
Travis J. Langenkamp	Legal Assistant	15 Years	Litigation	\$260.00	3.00	\$780.00
Kimberly K. Love	Legal Assistant	21 Years	Litigation	\$250.00	213.70	\$53,425.00
Maureen McCarthy	Legal Assistant	6 Years	Restructuring	\$235.00	17.50	\$4,112.50
Robert Orren	Case Assistant	3 Years	Restructuring	\$175.00	3.40	\$595.00
Anna V. Patela-Eisen	Legal Assistant	7 Years	Litigation	\$235.00	25.00	\$5,875.00
Morgan Rohrhofer	Case Assistant	1 Year	Litigation	\$150.00	63.70	\$9,555.00
Anton I. Stoyanov	Case Assistant	6 Months	Litigation	\$160.00	10.00	\$1,600.00
<b>Totals for Paraprofessionals</b>					<b>674.70</b>	<b>\$134,971.50</b>

**Compensation by Matter**

<b>Matter Number</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
19	Claims Analysis Objection and Resolution (Non-Asbestos)	7.60	\$3,080.50
20	Case Administration	31.80	\$6,168.00
28	Litigation and Litigation Consulting	26.60	\$9,966.00
30	Hearings	20.90	\$5,857.00
32	Fee Applications, Applicant	54.80	\$24,905.50
35	Fee Applications Others	0.80	\$540.00
37	Plan and Disclosure Statement	1,642.60	\$738,852.00
41	Tax Issues	12.00	\$5,960.50
42	Travel non-working	5.60	\$1,344.00
59	Lyondell Reclamation Claims	10.60	\$3,547.00
<b>Totals for Matters</b>		<b>1,813.30</b>	<b>\$800,220.50</b>

Grand Total for Fees: **\$800,220.50**Blended Rate: **\$441.31**



**Expense Summary**

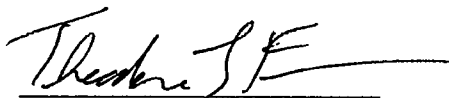
<b>Service Description</b>	<b>Amount</b>
Third Party Telephone Charges	\$159.17
Standard Copies or Prints	\$12,292.80
Binding	\$36.40
Tabs/Indexes/Dividers	\$147.00
Color Copies or Prints	\$2,480.00
Bates Labels/Print	\$9.51
Scanned Images	\$848.40
CD-ROM Duplicates	\$70.00
DVD Duplicates	\$60.00
4 Binders"	\$64.00
Overnight Delivery	\$1,671.37
Outside Messenger Services	\$169.43
Local Transportation	\$23.20
Travel Expense	\$13,860.70
Airfare	\$1,782.68
Transportation to/from airport	\$95.00
Travel Meals	\$116.99
Appearance Fees	\$366.00
Professional Fees	\$73,616.01
Outside Computer Services	\$1,179.92
Outside Copy/Binding Services	\$2,616.79
Catering Expenses	\$40.00
Information Broker Doc/Svcs	\$10.00
Library Document Retrieval	\$25.00
Computer Database Research	\$15,817.56
Overtime Transportation	\$1,375.07
Overtime Meals	\$100.88
Overtime Meals - Attorney	\$793.27
Secretarial Overtime	\$436.56
Word Processing Overtime	\$229.80
Overtime Meals - Legal Assistant	\$48.17
Electronic Data Storage	\$1,875.00
Miscellaneous Office Expenses	\$63.00
<b>Total</b>	<b>\$132,479.68</b>

**WHEREFORE**, K&E respectfully requests (a) that an allowance be made to it, as fully described above for the (i) 80% of the amount of **\$800,220.50** for reasonable and necessary professional services K&E has rendered to the Debtors during the Fee Period (**\$640,176.40**) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by K&E during the Fee Period (**\$132,479.68**); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: February 3, 2010

Respectfully submitted,

KIRKLAND & ELLIS LLP

A handwritten signature in dark ink, appearing to read 'Theodore L. Freedman', with a long horizontal line extending to the right.

David M. Bernick, P.C.

Theodore L. Freedman

Deanna D. Boll

601 Lexington Avenue

New York, New York 10022-4611

Telephone: (212) 446-4800

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	)	Chapter 11
	)	
W. R. GRACE & CO., et al., <sup>1</sup>	)	Case No. 01-01139 (JKF)
	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b> February 23, 2010, at 4:00 p.m. <b>Hearing Date:</b> TBD only if necessary

**FEE DETAIL FOR KIRKLAND & ELLIS LLP'S MONTHLY FEE APPLICATION  
FOR THE PERIOD FROM DECEMBER 1, 2009 THROUGH DECEMBER 31, 2009**

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.